

Amendments to the claims:

- B1
1. (previously amended) A cosmetic oil-in-water emulsion composition consisting essentially of:
 - (a) a retinoid solubilized in a fluid oil,
 - (b) a polymeric emulsifier selected from the group consisting of an amphipathic block co-polymer, a polymer containing a hydrophilic backbone modified with hydrophobic groups, and mixtures thereof.
 2. (original) The composition of claim 1, wherein the composition further comprises about 1% to about 90% of a polyhydric alcohol humectant.
 3. (original) The composition of claim 1, wherein the composition further comprises about 0% to about 30% of an elastomer.
 4. (original) The composition of claim 1 wherein the composition further comprises a volatile silicone oil.
 5. (canceled) .
 6. (original) The composition of claim 1 wherein the amount of retinoid is at least about 0.001% by weight of the composition.

- B1 Cont
7. (original) The composition of claim 1 wherein the retinoid is selected from the group consisting of retinoic acid, retinol, retinyl esters, and retinal.
 8. (original) The composition of claim 1 wherein the retinoid is soluble in the fluid oil in an amount of at least about 0.1g of the retinoid per about 100g of the oil at 25°C.
 9. (original) The composition of claim 1 wherein the half-life of the retinoid in the composition is at least about 20 days at 50°C.
 10. (original) The composition of claim 1 further comprising a retinoid booster.
 11. (previously presented) The composition of claim 1, wherein said fluid oil is selected from the group consisting of esters of fatty acids, alcohols, hydrocarbons, and mixtures thereof.
 12. (previously presented) The composition of claim 1, wherein the half-life of the retinoid in the composition is at least about 70 days at 50°C.
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